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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: BESS SPIVA TIMMONS FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address): C/O US BANK NA, TRUST DEPT PO BOX 8 — Room/suite:

City or town, state, and ZIP code: JOPLIN MO 64802-0008

A Employer identification number: 43-6075014

B Telephone number (see page 10 of the instructions): 417-625-3202

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 5,008,361

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	426	426		
	4	Dividends and interest from securities	151,966	151,966		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-106,369			
	b	Gross sales price for all assets on line 6a 1,282,585				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	46,023	152,392	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) SEE STMT 1	751	751		
	b	Accounting fees (attach schedule) STMT 2	1,300	1,300		
	c	Other professional fees (attach schedule) STMT 3	25,590	25,590		
	17	Interest	180	180		
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	1,023			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	21,066	21,066		
	22	Printing and publications				
	23	Other expenses (att sch) STMT 5	1,254	1,254		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	51,164	50,141		0
	25	Contributions, gifts, grants paid	251,300			251,300
	26	**Total expenses and disbursements.** Add lines 24 and 25	302,464	50,141	0	251,300
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-256,441			
	b	**Net investment income** (if negative, enter -0-)		102,251		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2009)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	372	1,310	1,310
	2	Savings and temporary cash investments	203,802	34,915	34,915
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule) STMT 6	1,573,984	1,068,390	1,097,990
	b	Investments—corporate stock (attach schedule) SEE STMT 7	1,273,468	1,259,636	2,157,398
	c	Investments—corporate bonds (attach schedule) SEE STMT 8	252,183	677,048	682,896
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ SEE STATEMENT 9)	1,081,215	1,078,268	1,033,852
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,385,024	4,119,567	5,008,361
Liabilities	17	Accounts payable and accrued expenses	-10,461	-2,977	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ SEE STATEMENT 10)	16,500		
	23	**Total liabilities** (add lines 17 through 22)	6,039	-2,977	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,177,193	6,070,823	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	-1,798,209	-1,948,279	
	29	Retained earnings, accumulated income, endowment, or other funds	1		
	30	**Total net assets or fund balances** (see page 17 of the instructions)	4,378,985	4,122,544	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,385,024	4,119,567	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,378,985
2	Enter amount from Part I, line 27a	2	-256,441
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,122,544
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,122,544

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE ATTACHED SCHEDULE	P		
b	SHORT TERM CAPITAL GAIN DIST	P		
c	LONG TERM CAPITAL GAIN DIST	P		
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,281,974		1,388,954	-106,980
b	478			478
c	133			133
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-106,980
b				478
c				133
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-106,369
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	478

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	254,964	5,426,469	0.046985
2007	287,333	6,148,353	0.046733
2006	306,300	5,880,226	0.052090
2005	313,977	5,432,818	0.057793
2004	278,168	5,637,666	0.049341

2 **Total** of line 1, column (d)	2	0.252942
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050588
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,587,507
5 Multiply line 4 by line 3	5	232,073
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,023
7 Add lines 5 and 6	7	233,096
8 Enter qualifying distributions from Part XII, line 4	8	251,300

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	1,023
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	1,023
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,023
6	Credits/Payments				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,000		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	4,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,977
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 2,977 **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ MO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ TIMMONSFOUNDATION.ORG

14 The books are in care of ▶ US BANK, NA Telephone no ▶ 417-625-3202

402 S MAIN, PO BOX 8

Located at ▶ JOPLIN, MO ZIP+4 ▶ 64802-0008

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE	1.00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	4,643,048
b	Average of monthly cash balances			1b	14,320
c	Fair market value of all other assets (see page 24 of the instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	4,657,368
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	4,657,368
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)			4	69,861
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	4,587,507
6	**Minimum investment return.** Enter 5% of line 5			6	229,375

Part XI **Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	229,375
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,023		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,023
3	Distributable amount before adjustments Subtract line 2c from line 1			3	228,352
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	228,352
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	228,352

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	251,300
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	251,300
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,023
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	250,277

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					228,352
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only					
b Total for prior years. 20 ____ , 20 ____ , 20 ____					
3 Excess distributions carryover, if any, to 2009					
a From 2004					
b From 2005					
c From 2006	2,274				
d From 2007	6,087				
e From 2008					
f **Total** of lines 3a through e		8,361			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 251,300					
a Applied to 2008, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)					
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)					
d Applied to 2009 distributable amount					228,352
e Remaining amount distributed out of corpus		22,948			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		31,309			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions					
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions					
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)					
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)					
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		31,309			
10 Analysis of line 9					
a Excess from 2005					
b Excess from 2006	2,274				
c Excess from 2007	6,087				
d Excess from 2008					
e Excess from 2009	22,948				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

BESS SPIVA TIMMONS FOUNDATION
C/O US BANK NA, TRUST DEPT JOPLIN MO 64802-0008

b The form in which applications should be submitted and information and materials they should include

LETTER APPLICATION-SEE ATTACHED

c Any submission deadlines

AUGUST 1

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

NONE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE				251,300
Total			▶ 3a	251,300
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	426	
4 Dividends and interest from securities			14	151,966	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-106,369	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		46,023	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 46,023

(See worksheet in line 13 instructions on page 28 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Kathrine A Spillman 3-22-10 President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: Cecil H Hall	Date 03/05/10	Check if self-employed ☐	Preparer's identifying number (see Signature on page 30 of the instructions) 490-40-5809
Firm's name (or yours if self-employed), address, and ZIP code: EDWARD H. AUGUST, CPA, PC 1913 EAST 20TH STREET JOPLIN, MO 64804		EIN ▶ 43-1838806	Phone no 417-623-6900

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
LEGAL FEES	$ 751	$ 751	$	$
TOTAL	$ 751	$ 751	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TAX PREPARATION	$ 1,300	$ 1,300	$	$
TOTAL	$ 1,300	$ 1,300	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
TRUSTEE FEES	$ 25,590	$ 25,590	$	$
TOTAL	$ 25,590	$ 25,590	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX	$ 1,023	$	$	$
TOTAL	$ 1,023	$ 0	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
EXPENSES				
ADMIN EXPENSE	845	845		
SECRETARY OF STATE	15	15		
BANK CHARGES	394	394		
TOTAL	$ 1,254	$ 1,254	$ 0	$ 0

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	$ 1,573,984	$ 1,068,390	COST	$ 1,097,990
TOTAL	$ 1,573,984	$ 1,068,390		$ 1,097,990

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	$ 1,273,468	$ 1,259,636	COST	$ 2,157,398
TOTAL	$ 1,273,468	$ 1,259,636		$ 2,157,398

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	$ 252,183	$ 677,048	COST	$ 682,896
TOTAL	$ 252,183	$ 677,048		$ 682,896

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
MUTUAL FUNDS-SCHEDULE ATTACHED	$ 1,081,215	$ 1,078,268	$ 1,033,852
TOTAL	$ 1,081,215	$ 1,078,268	$ 1,033,852

Statement 10 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
BANK LOAN	$ 16,500	$ 0
TOTAL	$ 16,500	$ 0

Federal Statements

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description
LETTER APPLICATION-SEE ATTACHED

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description
AUGUST 1

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description
NONE

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-08

	COST	MARKET VALUE	ANNUAL INCOME
Government Securities Funds			
$100,000 FNMA 4.25% 5/15/09	99,137.00	101,406.00	4,250.00
$100,000 FNMA 4.375% Due 9/13/10	102,192.00	105,563.00	4,375.00
$ 50,000 FNMA 4.75% Due 11/19/12	50,691.40	55,015.50	2,375.00
$100,000 FNMA MTN 5% Due 10/15/11	101,470.90	109,250.00	5,000.00
$100,000 FHLB 4% Due 5/15/09	101,471.00	101,375.00	4,000.00
$ 50,000 FHLB 4.125% Due 8/13/10	50,800.00	52,500.00	2,062.50
$200,000 FHLB 5.125% Due 9/10/10	203,080.00	213,626.00	10,250.00
$200,000 FHLB 5.% Due 9/19/09	203,196.00	206,126.00	10,000.00
$100,000 FHLB 3.25% Due 3/11/11	101,515.00	104,250.00	3,250.00
$300,000 FHLB 4.875% Due 11/18/11	306,580.20	327,564.00	14,625.00
$100,000 FHLMC Deb 5.75% 3/15/09	101,790.10	101,094.00	5,750.00
$ 50,000 FHLMC 4.125% Due 4/14/10	49,965.00	51,850.50	2,062.50
$100,000 FHLMC MTN 3.25% Due 2/25/11	102,095.20	104,000.00	3,250.00
TOTAL	1,573,983.80	1,633,620.00	71,250.00
Corporate Bonds			
$100,000 Goldman Sachs 6.65% Due 5/15/07	99,631.00	100,338.00	6,650.00
$ 50,000 Goldman Sachs 7.8% Due 1/28/10	50,331.50	49,441.00	3,900.00
$ 50,000 American Express 5.55% Due 10/17/12	52,176.50	48,207.50	2,775.00
$ 50,000 Caterpiller Fin Ser 4.85% Due 12/7/12	50,043.50	47,439.50	2,425.00
TOTAL	252,182.50	245,426.00	15,750.00
TOTAL BONDS	1,826,166.30	1,879,046.00	87,000.00

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-08

	COST	MARKET VALUE	ANNUAL INCOME
CORPORATE COMMON STOCKS:			
2,700 shares Alcoa	63,599.60	30,402.00	1,836.00
500 shares American Tower	21,324.15	14,660.00	0.00
500 shares Apache	15,987.50	37,265.00	300.00
200 shares Apple	25,928.97	17,070.00	0.00
2,000 shares ADP	11,169.48	78,680.00	2,320.00
900 shares BAC Cap Tr 7% PFD	22,887.00	18,477.00	1,575.00
1,100 shares Bristol Myers Squibb	8,100.48	25,575.00	1,364.00
2,000 shares Cisco Systems	43,869.00	32,600.00	0.00
900 shares Conoco Phillips	373.52	46,620.00	1,692.00
936 shares Duke Energy	14,028.92	14,049.36	861.12
1,300 shares E.I.DuPont De Nemours	12,914.57	32,890.00	2,132.00
500 shares Emerson Electric	28,673.10	18,305.00	600.00
500 shares Exelon	30,969.00	27,805.00	1,000.00
900 shares Exxon Mobil	1,981.68	71,847.00	1,440.00
200 shares Freeport -McMoran	19,655.55	4,888.00	350.00
2,200 shares General Electric	8,341.66	35,640.00	2,728.00
1,300 shares General Mills	19,232.65	78,975.00	2,236.00
1,300 shares Illinois Tool Works	62,307.96	45,565.00	1,456 00
1,500 shares Intel	35,712.00	21,990.00	840.00
2,000 shares Johnson and Johnson	15,143.75	119,660.00	3,680.00
2,200 shares Lowes	45,712.50	47,344.00	748.00
500 shares Marathon Oil	23,997.25	13,680.00	480.00
800 shares McDonalds	26,152.16	49,752.00	1,200.00
1,000 shares McGraw Hill	28,042.00	23,190.00	880.00
900 shares Medco Health Solutions	42,661.35	37,719.00	0.00
1,000 shares Merck	53,123.00	30,400.00	1,520.00
1,000 shares Microchip Technology	32,190 00	19,530.00	1,352.00
1,000 shares Oracle	22,538.20	17,730.00	0.00
1,200 shares 3M Company	17,344.65	69,048.00	2,400.00
2,000 shares J. P. Morgan Chase & Co	35,783.78	63,060.00	3,040.00
900 shares Merrill Lynch Cap Tr 7% PFD	22,976.00	15,174.00	1,575.00
400 shares Nike	26,306.92	20,400.00	368 00
400 shares Nucor	24,362.94	18,480.00	512.00
1,300 shares Pepsico	34,876.57	71,201.00	2,210.00
2,000 shares Pfizer	8,283.33	35,420.00	2,560.00
1,000 shares Praxair	26,254.00	59,360.00	1,500.00
2,000 shares Procter & Gamble	24,105.72	123,640.00	3,200.00
1,000 shares Qualcom	25,340.00	35,830.00	640.00
500 shares Schlumberger	13,445.00	21,165.00	420.00
960 shares Suntrust Banks	29,097.50	28,358.40	2,956.80
1,200 shares Target Corp	51,483.50	41,436.00	768.00
2,000 shares Texas Instruments	52,705.00	31,040.00	800.00
500 shares Verizon	19,241.93	16,950.00	860.00
2,600 shares Wells Fargo	67,690.00	76,648.00	3,536.00
1,200 shares Wyeth	57,554.00	45,012.00	1,344.00
TOTAL COMMON STOCKS	1,273,467.84	1,784,530.76	61,279.92

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-08

	COST	MARKET VALUE	ANNUAL INCOME
MUTUAL FUNDS			
7049.6 First American Small Cap Select Fund	80,000.00	59,569.16	49.35
4926.78 First American Real Estate Fund	80,000.00	56,411.65	2,054.47
6660.0 I Shares MSCI Eafe Index Fund	491,215.00	298,767.60	7,206.12
14992.42 T. Rowe Price Mid Cap Value Fund	310,000.00	213,192.21	1,949.01
3951.06 T. Rowe Price Small Cap Value Fund	120,000.00	92,415.34	829.72
TOTAL MUTUAL FUNDS	1,081,215.00	720,355.96	12,088.67
TOTAL PRINCIPAL INVESTMENT SECURITIES	4,180,849.14	4,383,932.72	160,368.59

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
MUTUAL FUNDS			
500.000 Barclays I Pata Commodity Fund	19,322.63	21,130.00	0.00
1984.127 First American Inflatation Prot. Fund	20,000.00	19,980.16	158.68
14937.11 First American Mid Cap Fund	285,000.00	299,339.62	3,823.90
7049.600 First American Small Cap Select Fund	80,000.00	82,057.40	42.30
4926.780 First American Real Estate Fund	80,000.00	70,452.98	2,379.64
3660.00 I Shares MSCI Eafe Index Fund	268,945.00	202,324.80	5,274.06
3027.731 Neuberger Berman Gensis Fund	107,000.00	114,327.12	0.00
5499.542 PIMCO Total Return Fund	60,000.00	59,395.05	3,343.72
5657.000 Scott International Fund	158,000.00	164,844.98	1,861.15
TOTAL MUTUAL FUNDS	1,078,267.63	1,033,852.11	16,883.45
TOTAL PRINCIPAL INVESTMENT SECURITIES	4,083,341.67	4,972,136.05	145,729.45

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
CORPORATE COMMON STOCKS:			
600 shares Abbott Labs	25,769.10	32,394.00	960.00
2,700 shares Alcoa	63,599.60	43,524.00	324.00
500 shares American Tower	21,324.15	21,605.00	0.00
500 shares Apache	15,987.50	51,585.00	300.00
200 shares Apple	25,928.97	42,146.40	0.00
2,000 shares ADP	11,169.48	85,640.00	2,720.00
1,100 shares Bristol Myers Squibb	8,100.48	27,775.00	1,408.00
2,000 shares Cisco Systems	43,869.00	47,880.00	0.00
900 shares Conoco Phillips	373.52	45,963.00	1,800.00
936 shares Duke Energy	14,028.92	16,108.56	898.56
1,300 shares E.I.DuPont De Nemours	12,914.57	43,771.00	2,132.00
500 shares Emerson Electric	28,673.10	21,300.00	670.00
500 shares Exelon	30,969.00	24,435.00	1,050.00
900 shares Exxon Mobil	1,981.68	61,371.00	1,512.00
500 shares FPL Group	24,030.50	26,410.00	945.00
200 shares Freeport -McMoran	19,655.55	16,058.00	120.00
2,200 shares General Electric	8,341.66	33,286.00	880.00
1,300 shares General Mills	19,232.65	92,053.00	2,548.00
1,300 shares Illinois Tool Works	62,307.96	62,387.00	1,612.00
1,500 shares Intel	35,712.00	30,600.00	840.00
2,000 shares Johnson and Johnson	15,143.75	128,820.00	3,920.00
2,200 shares Lowes	45,712.50	51,458.00	792.00
500 shares Marathon Oil	23,997.25	15,610.00	480.00
800 shares McDonalds	26,152.16	49,952.00	1,760.00
900 shares Medco Health Solutions	42,661.35	57,519.00	0 00
1,000 shares Merck	53,123.00	36,540.00	1,520.00
1,000 shares Microchip Technology	32,190.00	29,050.00	1,360.00
1300 shares Microsoft	22,739.60	39,624.00	676.00
1,000 shares Oracle	22,538.20	24,530.00	200.00
1,200 shares 3M Company	17,344.65	99,204.00	2,448.00
2,000 shares J P. Morgan Chase & Co	35,783.78	83,340.00	400.00
400 shares Nike	26,306.92	26,428.00	432.00
700 shares Norfork Southern	24,385.07	36,694.00	952.00
400 shares Nucor	24,362.94	18,660.00	576.00
1,300 shares Pepsico	34,876.57	79,040.00	2,340.00
3,182 shares Pfizer	28,986.06	57,880.58	2,291.04
1,000 shares Praxair	26,254.00	80,310.00	1,600.00
2,000 shares Procter & Gamble	24,105.72	121,260.00	3,520.00
1,000 shares Qualcom	25,340.00	46,260.00	680.00
500 shares Schlumberger	13,445.00	32,545.00	420.00
960 shares Suntrust Banks	29,097.50	19,478.40	38.40
1,200 shares Target Corp	51,483.50	58,044.00	816.00
2,000 shares Texas Instruments	52,705.00	52,120.00	960.00
500 shares Verizon	19,241.93	16,565.00	950.00
2,600 shares Wells Fargo	67,690.00	70,174.00	520.00
TOTAL COMMON STOCKS	1,259,635.84	2,157,397.94	50,371 00

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-09

	COST	MARKET VALUE	ANNUAL INCOME
Government Securities Funds			
$100,000 FNMA 4.375% Due 9/13/10	102,192.00	102,656.00	4,375.00
$ 50,000 FNMA 4.75% Due 11/19/12	50,691.40	54,125.00	2,375.00
$100,000 FNMA MTN 5% Due 10/15/11	101,470.90	106,875.00	5,000.00
$ 50,000 FHLB 4.125% Due 8/13/10	50,800.00	51,078.00	2,062.50
$200,000 FHLB 5.125% Due 9/10/10	203,080.00	206,562.00	10,250.00
$100,000 FHLB 3.25% Due 3/11/11	101,515.00	102,969.00	3,250.00
$300,000 FHLB 4.875% Due 11/18/11	306,580.20	320,439.00	14,625.00
$ 50,000 FHLMC 4.125% Due 4/14/10	49,965.00	50,536.00	2,062.50
$100,000 FHLMC MTN 3.25% Due 2/25/11	102,095.20	102,750.00	3,250.00
TOTAL	1,068,389.70	1,097,990.00	47,250.00
Corporate Bonds			
$ 50,000 American Express 5.55% Due 10/17/12	52,176.50	53,471.50	2,775.00
$ 50,000 Berkshire Hath 4/6% Due 5/15/13	51,621.00	52,805.00	2,300 00
$ 50,000 Caterpiller Fin Ser 4.85% Due 12/7/12	50,043.50	53,766.00	2,425.00
$100,000 Disney 4/5% Due 12/12/13	107,719.00	106,225.00	4,500.00
$ 50,000 Goldman Sachs 7.8% Due 1/28/10	50,331.50	50,213.00	3,900.00
$100,000 Nike 4/7% Due 10/1/13	105,310.00	103,643.00	4,700.00
$ 50,000 Wyeth 5.5% Due 2/1/14	52,800.00	54,473.50	2,750.00
$100,000 Novaris Capital 4/125% Due 2/10/14	102,694.00	105,118.00	4,125.00
$100,000 Oracle 3.75% Due 7/8/14	104,353 00	103,181.00	3,750.00
TOTAL	677,048.50	682,896.00	31,225.00
TOTAL BONDS	1,745,438.20	1,780,886.00	78,475.00

TRUST YEAR ENDING 12/31/2009

TAX PREPARER. 303
TRUST ADMINISTRATOR 855
INVESTMENT OFFICER 650

LEGEND: F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM
900 0000 MERRILL LYNCH CAP TR III PFD 7% - 59021F206 - MINOR = 47						
SOLD		02/12/2009	9075.19			
ACQ	900 0000	08/04/2003	9075.19	22976.00	-13900.81	LT15
100000.0000 F H L M C DEB 5.750% 3/15/09 - 3134A3EM4 - MINOR = 22						
SOLD		03/15/2009	100000.00			
ACQ	100000.0000	12/22/2006	100000.00	101790.10	-1790 10	LT15
100000.0000 F H L B DEB 4.000% 5/15/09 - 3133X73W2 - MINOR = 22						
SOLD		05/15/2009	100000 00			
ACQ	100000 0000	10/12/2004	100000.00	101471.00	-1471.00	LT15
100000.0000 F N M A M T N 4.250% 5/15/09 - 31359MVE0 - MINOR = 22						
SOLD		05/15/2009	100000.00			
ACQ	100000.0000	03/24/2005	100000.00	99137.00	863.00	LT15
100000.0000 GOLDMAN SACHS GROUP 6 650% 5/15/09 - 38141GAA2 - MINOR = 28						
SOLD		05/15/2009	100000.00			
ACQ	100000 0000	05/17/2001	100000.00	99631.00	369 00	LT15
1.0000 AIG 2008 SECURITIES LITIGATION - 026874107L						
SOLD		06/24/2009	676.12			
ACQ	1 0000	11/11/1931	676.12		676.12	LT15
ADDED 07/20/09 BAW						
900.0000 BAC CAPITAL TR II 7.000% PFD - 055188205 - MINOR = 47						
SOLD		07/27/2009	17861.69			
ACQ	900.0000	08/04/2003	17861.69	22887 00	-5025.31	LT15
1.0000 PUTNAM FUNDS SECURITY LITIGATION - PUTNAMFNDL						
SOLD		09/02/2009	90.43			
ACQ	1 0000	11/11/1931	90 43		90.43	LT15
ADDED 10/06/09 BAW						
200000.0000 F H L B DEB 5.000% 9/18/09 - 3133XGNJ9 - MINOR = 22						
SOLD		09/18/2009	200000.00			
ACQ	200000.0000	11/14/2007	200000.00	203196.00	-3196.00	LT15
1000.0000 MCGRAW HILL COMPANIES INC - 580645109 - MINOR = 42						
SOLD		09/28/2009	23797.99			
ACQ	1000.0000	01/03/2001	23797.99	28042.00	-4244.01	LT15
3000.0000 I SHARES MSCI EAFE INDEX FUND E T F - 464287465 - MINOR = 94						
SOLD		10/06/2009	163199.40			
ACQ	3000 0000	03/19/2007	163199 40	222270.00	-59070.60	LT15
3951.0620 T ROWE PRICE SM CAP VAL ADV - 77957Q202 - MINOR = 98						
SOLD		10/06/2009	111459.46			
ACQ	2648.1300	01/12/2004	74703.75	80000.00	-5296.25	LT15
	1302 9320	02/18/2004	36755.71	40000 00	-3244.29	LT15
14992 4200 T ROWE PRICE MID CAP VALUE CL ADV - 77957Y304 - MINOR = 98						
SOLD		10/06/2009	295500.60			
ACQ	7239 3820	01/12/2004	142688.22	150000.00	-7311.78	LT15
	2834 1990	02/23/2004	55862.06	60000 00	-4137 94	LT15
	4918 8390	05/10/2004	96950.32	100000.00	-3049.68	LT15
1200.0000 WYETH - 983024100 - MINOR = 42			60302.73	57554		
SOLD		10/16/2009	~~60468.00~~			
ACQ	1200.0000	07/11/2003	~~60468.00~~	~~57719.27~~	2748.73	LT15
		TOTALS	1282128.88	1389119.37		

ATT Solomon Securities 1281963.61 1388954.10
Litigation 10.00
1281973.61

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	0.00	0 00	-106990 49	0.00	0.00	0.00*
COMMON TRUST FUND	0.00	0.00	0.00			0 00
CAPITAL GAIN DIVIDENDS	477 86	0.00	132.92			0.00
	477.86	0 00	-106857 57	0 00	0.00	0 00

(106847.57)

STATE	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
SUBTOTAL FROM ABOVE	0.00	0 00	-106990.49	0.00	0.00	0.00*
COMMON TRUST FUND	0 00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	477 86	0.00	132 92			0.00
	477 86	0 00	-106857.57	0.00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

Net Loss (106369.71)

CAPITAL LOSS CARRYOVER

FEDERAL	0.00	0 00
MISSOURI	N/A	N/A

BESS TIMMONS SPIVA FOUNDATION
GRANT SCHEDULE 2009

Part XV Grants and Contributions

GRANT RECIPIENT	ADDRESS	STATUS OF RECIPIENT	PURPOSE OF GRANT	Amount
Alzheimer's Association-SW Mo	Joplin,Mo	Public Charity	General Support	4000
American Freedom Lodge	Frazeyburg,Oh	Public Charity	General Support	9750
American Indian College Fund	Denver, Co	Educational	Scholarships	3000
Appleton City School	Appleton, Or	Educational	H.S Art Program	2000
Arizona Outdoor Adventures	Phoenix, Az	Public Charity	General Support	3000
Assistance Leaque of Seattle	Seattle, Wa	Public Charity	Operation School Bell	2500
Best Friends Animal Society	Kanab, Ut	Public Charity	General Support	5000
Big Brothers Big Sisters	Joplin,Mo	Public Charity	General Support	4000
Boy Scouts-Ozark Trail Council	Joplin,Mo	Public Charity	General Support	4000
Camp Penuel	Ironton,Mo	Public Charity	General Support	2000
Canelo Project	Elgin,Az	Public Charity	General Support	2300
Caring Ministries	Tucson,Az	Public Charity	Refrigeration unit	7500
Catching the Dream	Albuquerque,NM	Public Charity	General Support	2000
Central Missouri Food Bank	Columbia,Mo	Public Charity	General Support	1000
Chaya	Seattle, Wa	Public Charity	General Support	2000
Childrens Museum of Denver	Denver, Co	Public Charity	General Support	5000
Colonial Fox Theatre Foundation	Pittsburg, Ks	Public Charity	Theatre Renovation	6000
Colorado Boys Ranch	LaJunta, Co	Public Charity	General Support	3000
Colorado River Reg Crisis Shelter	Parker, Az	Public Charity	General Support	3500
Community Foundation of the Ozarks	Springfield, Mo	Public Charity	Cabool Development Fnd	7000
Cumberland College	Williamsburg, Ky	Educational	Scholarships	2500
Development Ctr for Appropraite Tech	Tucson,Az	Public Charity	General Support	4500
Donnelly College	Kansas City, Ks	Educational	Scholarships	4000
Edgewood Childrens Center	St Louis,,Mo	Public Charity	General Support	1000
Friends of Konza Prairie	Manhatten,Ks	Public Charity	General Support	2500
Friends of Saguara National Park	Tucson, Az	Public Charity	General Support	9000
Gabriel's Angels	Phoenix, Az	Public Charity	General Support	2500
Gillis Center	KansasCity, Mo	Public Charity	General Support	2000
Good Samaritan Foundation	Washington,DC	Public Charity	LHHH Phase II Project	25000
Greater Phoenix Youth at Risk Fnd	Phoenix, Az	Public Charity	General Support	2000

Horses Help	Carson. Az	Public Charity	Riding Program	2500
Humane Society of Southern Arizona	Tucson,Az	Public Charity	General Support	4000
Huntington Disease	New York, Ny	Public Charity	General Support	12500
Interfaith Community Services	San Diego, Ca	Public Charity	General Support	2500
Joplin Association of the Blind	Joplin, Mo	Public Charity	General Support	3000
Monarch School	San Diego, Ca	Educational	General Support	2500
Native Seeds/SEARCH	Tucson, Az	Public Charity	General Support	2500
Oregon Hospice Assocation	Eugene,Or	Public Charity	General Support	3000
Pittsburg High School	Pittsburg, Ks	Educational	Track & Soccer Field	20000
Rain-Central Missouri	Columbia,Mo	Public Charity	General Support	2000
Riverview Estates Inc	Marquette, Ks	Public Charity	General Support	10250
Rosie's House	Phoenix,Az	Public Charity	General Support	2000
St Lukes Hospital Foundation	Kansas City, Mo	Medical	General Support	5000
St Joseph the Worker	Phoenix,Az	Public Charity	General Support	3000
Santa Cruz County Young Audiences	Nogales, Az	Public Charity	General Support	4000
Shoes that Fit	Claremont, Ca	Public Charity	Back to School Project	2500
Sirrine Adult Day Care	Mesa, Az	Public Charity	General Support	2500
Southern Ca Gunners Soccer Club	Los Angeles,Ca	Public Charity	General Support	3000
Stillwell Heritage and Education Fnd	Pittsburg,Ks	Public Charity	Historial Book Publication	3000
Texas Co Mo Memorial Hospital	Houston,Mo	Medical	PAD diagnostic ubit	7500
Tucson Alliance for Autism	Tucson, Az	Public Charity	General Support	2500
University of Arizona Foundation	Tucson, Az	Educational	Orthopedic Student Support	5000
Volunteers in Medicine Clinic	Eugene, Or	Medical	General Support	1000
Yavapi Exceptional Industries	Prescott, Az	Public Charity	General Support	10000
Youth on Their Own	Tucson,Az	Public Charity	General Support	2000
Total				251300

BESS SPIVA TIMMONS FOUNDATION, INC
INFORMATION FOR FORM 990-PF
YEAR 2009
43-6075014

Part VIII, Line 1

Name and Address of Officers, Directors & Managers	Title and Average Hours per Week	Contributions to EBP	Expenses Allowances	Compensation
U.S. Bank, NA P. O. Box 8 Joplin, MO 64802	Trustee Less than One	-0-	-0-	$25,590
Leia Matern 2005 Willow View Moscow, ID 83843	Director Secretary Less than One	-0-	-0-	-0-
Tim Spears 3120 E. Lester St. Tucson, AZ 85716	Director Treasurer Less than One	-0-	-0-	-0-
Catherine S. Spillman 27565 Cox Butte Rd. Junction City, OR 97448	Officer President Less than One	-0-	-0-	-0-
Jennifer Svacina 1393 Mamerow Lane E Oconomowoc, WI 53066	Director Less than One	0	0	0
Dana Timmons 331 Peak Drive, Apt. 2C Cullowhee, NC 28723	Director Vice President Less than One	-0-	-0-	-0-
George Timmons 124 Valley Ranch North Prescott, AZ 86303	Director Less than One	-0-	-0-	-0-
Sarah Timmons 700 Comet Lane, Apt. B-206 Lawrence, KS 66044	Director Less than One	-0-	-0-	-0-

THE BESS SPIVA TIMMONS FOUNDATION

BACKGROUND AND PHILOSOPHY

The Bess Spiva Timmons Foundation, a family foundation, was established by Mrs. Timmons in 1967, to enable her children to carry on an already existing program of assistance in the areas of education, health, medical research, the arts, and programs with emphasis to benefit minority groups, social services, and ecology. Consideration is also given to experimental ventures in these designated areas. Small, struggling tax-exempt organizations, which have little or no federal, state or local financial assistance, are favored for grants.

The Foundation cannot consider requests from individuals or associations located in foreign countries, or for operating expenses, endowments, major building projects, or major acquisitions. The Foundation does not make permanent commitments of support.

The Foundation primarily limits its interest to the Central and Western United States. Grants generally range from one to ten thousand dollars.

No formal grant application forms are used. However, all requests should be stated in a letter following the guidelines listed below:

Application Information Required

Proposal letter should include the following:

1. Mission statement and background of organization.
2. Demonstration of need.
3. Amount requested.
4. Project title and name of project director.
5. Purpose of program for which funds are sought.
6. Time-lines for program implementation.
7. Evaluation after implementation of program.

Attachments

1. Current financial statement.
2. Copy of tax exempt status.
3. Roster of Board of Directors
4. Optional materials.

Submission Date

Grant applications must be submitted prior to August 31st, for consideration at the annual meeting of the Timmons foundation, which is held in October each year. The notification of grant awards will be made as soon as possible after the annual meeting. We strive to notify all applicants within 30 days following the annual meeting as to the disposition of their grant request.

Reports

A status report and evaluation of any funded project should be received by the Foundation either upon completion of the project or not later than March 31st, of the following year. This is requested of all grant recipients without regard to the size of the grant. The organization receiving the grant should acknowledge the amount received and states the deposition of the funds. Twenty percent of each Grant in the amount of $5,000 and more will be withheld until a status report is received.

Applications for grants should be forwarded to:

The Bess Spiva Timmons Foundation
U.S. Bank Private Client Group
P.O. Box 8
Joplin, MO 64802-0008

OR

Email: info@timmonsfoundation.org

If you have any questions, please call:

Catherine Spillman, President
(541) 998-3224